

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

UBS REAL ESTATE SECURITIES INC.,

Plaintiff,

-against-

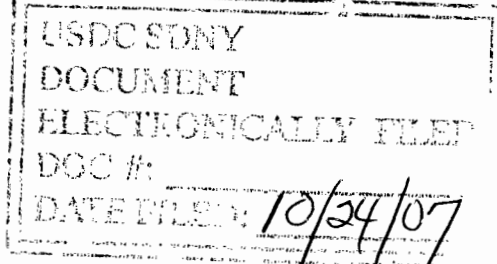
COUNTY TRUST MORTGAGE BANKERS
CORP.,

Defendant.

SCHEDULING ORDER

Case No.: 07 Civ. 3700 (SAS)

Conference Date: October 24, 2007



WHEREAS, the Court issued an Order for a Conference in accordance with Fed. R. Civ. P. 16(b) on June 15, 2007, as amended by further orders (the "Order"); and

WHEREAS, the Order requires that the parties jointly prepare and sign a proposed scheduling order containing certain information;

NOW, THEREFORE, the parties hereby submit the following information as required by the Order:

1. Date and Appearances: The conference is held October 24, 2007.

For Plaintiff:

Joel M. Miller
Miller & Wrubel P.C.
250 Park Avenue
New York, New York 10177
(212) 336-3500

For Defendant:

Jay B. Itkowitz
Itkowitz & Harwood
305 Broadway
New York, New York 10007
(212) 822-1400

2. Issues: Plaintiff seeks damages for defendant's breach of a contract requiring defendant to repurchase certain mortgage loans sold by defendant to plaintiff, where one of the first three scheduled Monthly Payments (as defined) due to plaintiff became delinquent. Plaintiff also seeks its attorneys' fees pursuant to contract.

Defendant denies personal ~~jurisdiction~~ and proper venue, and that the contract had been breached. Defendant alleges that plaintiff breached the contract, failed to timely demand repurchase, the claim is barred by waiver, estoppel, election of remedies and plaintiff failed to mitigate losses. Defendant counterclaims for breach of an alleged agreement to pay a volume incentive.

3. Schedule:

(a) Plaintiff plans to examine (i) defendant, (ii) one or more of the loan servicers, (iii) one or two former employees; and (iv) other knowledgeable persons who may be disclosed by discovery.

Defendant plans to examine (i) plaintiff's current and former employees Cosmos Fontaine, Julian Fontaine, John LaLanas, Rich Aquilone and William Moss, and (ii) the nine borrowers listed on Exhibit A to the Complaint

Each party reserves their right to examine persons listed on the others party's Rule 26(a)(1) disclosures.

(b) The parties have served their document requests. Each party will respond to the other's document request and produce documents on or before November 16, 2007.

Plaintiff has served its initial interrogatories. Defendant will respond to those interrogatories on or before November 16, 2007.

The parties will serve 26(a)(1) disclosures by November 7, 2007.

(c) The parties have not set dates for depositions.

(d) (i) Each expert's report will be supplied to the adverse side by March 14, 2008, and (ii) each expert's deposition will be completed by March 28, 2008.

(e) Discovery is to be completed by February 29, 2008.

(f) Plaintiff will supply its pre-trial order matters to defendant by April 15, 2008.

(g) The parties will submit a pre-trial order in a form conforming with the Court's instructions together with trial briefs and proposed voir dire questions and proposed jury instructions by April 30, 2008.

(h) The final pre-trial conference pursuant to Fed. R. Civ. P. 16(d) will be held on Interim status: Dec 5 at 4:30
April 1 at 4:30.

4. Limitation on Discovery: Plaintiff will not provide confidential information personal to the borrowers, e.g. social security numbers. Contact information for the borrowers will be requested only for the purpose of serving subpoenas and will be kept confidential

5. Discovery Issues: There are no discovery issues as to which counsel are unable to agree.

6. Expert Testimony: The fields of expert testimony, if any, are not yet known.

7. Length of Trial: Defendant has demanded a jury. The parties anticipate the trial will take 3-5 days.

8. Alteration and Amendment: This Scheduling Order may be altered or amended only on a showing of good cause not foreseeable at the time of the conference of when justice so requires.

9. Names, Address, Phone Numbers and Signatures of Counsel:

MILLER & WRUBEL P.C.

By: Joel M. Miller
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By: Jay B. Itkowitz
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*Attorneys for Defendant
County Trust Mortgage Bankers Corp.*

SO ORDERED:

Shira A. Scheindlin
SHIRA A. SCHEINDLIN
U.S.D.J.
10/24/07